Robert S. Westermann (VSB No. 43294) rwestermann@spottsfain.com Christopher A. Hurley (VSB No. 93575) churley@spottsfain.com Spotts Fain PC 411 E. Franklin St., Suite 600 Richmond, VA 23219 Telephone: (804) 697-2000

Facsimile: (804) 697-2100

Counsel for Richard Arrowsmith, Liquidating Trustee of the HDL Liquidating Trust

IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA Richmond Division

)	
)	Chapter 11
)	
)	Case No.: 15-32919-KRH
)	
)	Jointly Administered
)	
_)	
)))))

LIQUIDATING TRUSTEE'S QUARTERLY REPORT FOR THE PERIOD ENDING JUNE 30, 2025

Richard Arrowsmith, in his capacity as the Liquidating Trustee of the HDL Liquidating Trust (the "Liquidating Trustee"), appointed pursuant to the confirmed Modified Second Amended Plan of Liquidation (the "Plan")² of the Debtors (the "Debtors" or "HDL") in these jointly administered bankruptcy cases (the "Chapter 11 Cases"), by his undersigned counsel, hereby files the Liquidating Trustee's Quarterly Report for the period ending June 30, 2025, in

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: Health Diagnostic Laboratory, Inc. (0119), Central Medical Laboratory, LLC (2728), and Integrated Health Leaders, LLC (2434).

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Plan.

accordance with section 6.5(c)(21) of the Plan. The Liquidating Trustee respectfully states as follows:

BACKGROUND

1. Section 6.5(c)(21) of the Plan requires the Liquidating Trustee to provide the following:

Within thirty (30) days after the end of the first full month following the Effective Date, and within twenty (20) days after the end of each quarter thereafter, (a) file with the Court and provide to the Liquidating Trust Oversight Committee a report setting forth (i) the receipt and disposition by the Liquidating Trustee of property of the Estates during such period, including the amounts, recipients and dates of any Distribution and any payments to the Liquidating Trustee and professionals, employees, and consultants of the Liquidating Trust, (ii) any Disputed Claims resolved by the Liquidating Trustee, (iii) all known material non-Cash assets of the Debtors remaining to be disposed of, and (iv) the status of all Litigation Claims; and (b) provide to the Liquidating Trust Oversight Committee a report setting forth (i) an itemization of all expenses the Liquidating Trustee anticipates will become due and payable within the subsequent quarter, and (ii) the Liquidating Trustee's forecast of cash receipts and expenses for the subsequent quarter.

2. The reporting period is January 1, 2025, through June 30, 2025 (the "**Reporting Period**").

RECEIPT AND DISPOSITION OF PROPERTY OF THE ESTATE

- 3. During the Reporting Period, the Liquidating Trustee made interim claim distributions in the total amount of \$1,497,392,³ as set forth in **Exhibit A** attached hereto.
- 4. During the Reporting Period, the Liquidating Trustee was paid \$15,000 on January 22, 2025, February 18, 2025, March 17, 2025, April 22, 2025, May 19, 2025, and June 23, 2025.

³ All figures contained herein are rounded to the nearest dollar.

⁴ These payments are included in the monies paid to Blue House Analytics set forth in Paragraph 5 below.

5. During the Reporting Period, professionals, employees, and consultants of the Liquidating Trustee were paid \$1,047,473. The recipients, dates of payment, and amounts paid are as follows:

<u>Professional</u>	<u>Date</u>	Amount Paid
Alastar Partners LLC	3/4/25	\$ 5,825
Alastar Partners LLC	3/17/25	11,114
Alastar Partners LLC	4/22/25	4,687
Alastar Partners LLC	5/19/25	4,687
Alastar Partners LLC	6/23/25	8,369
Alvarez and Marsal Healthcare Industry Group	1/22/25	3,151
Alvarez and Marsal Healthcare Industry Group	2/18/25	3,600
Alvarez and Marsal Healthcare Industry Group	3/17/25	3,151
Alvarez and Marsal Healthcare Industry Group	4/22/25	4,952
Alvarez and Marsal Healthcare Industry Group	5/19/25	4,052
Alvarez and Marsal Healthcare Industry Group	6/23/25	2,702
American Legal Claim Services, LLC	6/23/25	15,841
Aspen Ridge Advisory, LLC	1/22/25	5,758
Blue House Analytics	1/22/25	15,000
Blue House Analytics	2/18/25	15,000
Blue House Analytics	3/17/25	15,000
Blue House Analytics	4/22/25	15,000
Blue House Analytics	5/19/25	15,000
Blue House Analytics	6/23/25	15,000
Christian & Small Attorneys	1/22/25	1,132
Christian & Small Attorneys	3/17/25	243
Christian & Small Attorneys	4/22/25	323
Christian & Small Attorneys	5/19/25	354
FTI Consulting Inc.	1/22/25	28,278
FTI Consulting Inc.	2/18/25	12,482
FTI Consulting Inc.	3/17/25	30,222
FTI Consulting Inc.	4/22/25	2,226
FTI Consulting Inc.	5/19/25	4,494
Hirschler Fleischer	1/22/25	76,193
Hirschler Fleischer	2/5/25	150,000
Hirschler Fleischer	2/18/25	112,999
Hirschler Fleischer	3/17/25	74,250
Hirschler Fleischer	4/22/25	58,559
Hirschler Fleischer	5/19/25	54,009
Hirschler Fleischer	6/23/25	19,633
Keiter	1/22/25	15,614
Keiter	2/18/25	30,867
Keiter	3/17/25	26,121

Keiter	4/22/25	21,575
Keiter	5/19/25	17,908
Keiter	6/23/25	14,080
Nelson Mullins Riley & Scarborough LLP	1/2/25	2,440
Nelson Mullins Riley & Scarborough LLP	1/22/25	20,635
Nelson Mullins Riley & Scarborough LLP	2/18/25	33,001
Nelson Mullins Riley & Scarborough LLP	3/17/25	31,599
Nelson Mullins Riley & Scarborough LLP	4/22/25	19,151
RCM Billing and Consulting	1/22/25	1,843
Steptoe LLP	6/23/25	19,354
		·
		\$ 1,047,473

6. A summary of disbursements and cash flow during the Reporting Period is as follows:

DESCRIPTION	AMOUNT in Thousands)
Receipts	\$ 1,950
Disbursements	(1,181)
Net Cash Flow Before Distributions	 769
DOJ Intercreditor Distributions	-
Payment of Allowed Unsecured Claims	(1,497)
Net Cash Flow	\$ (728)
Starting Book Cash	\$ 3,865
Ending Book Cash	\$ 3,136

ALL KNOWN REMAINING AND MATERIAL NON-CASH ASSETS OF THE DEBTORS

7. All known and material non-cash assets of the Debtors that remain to be disposed include the following deposits and notes receivable:

NON-CASH ASSETS	VALUE (\$ in Thousands)	
Deposits	\$	180
Real Estate		600
Total		780

STATUS OF LITIGATION CLAIMS

8. The updated status of Litigation Claims involving HDL is as follows:

CASE INFORMATION	COURT	STATUS
Richard Arrowsmith, Liquidating Trustee of HDL Liquidating Trust v. G. Russell Warnick, et al. (the "D&O Action")	U.S. Bankruptcy Court Eastern District of Virginia Case No. 16-03271-KRH	Dismissed
Richard Arrowsmith, Liquidating Trustee of HDL Liquidating Trust v. Latonya S. Mallory, et al. (the "Tax Action")	U.S. Bankruptcy Court Eastern District of Virginia Case No. 17-04300	Dismissed
Blue Eagle Farming, LLC, et al. Jointly Administered with H J Farming, LLC, Eagle Ray Investments, LLC, War-Horse Properties, LLLP, Blue Smash Investments, LLC, Armor Light, LLC, Forse Investments, LLC and Robert Bradford Johnson	U.S. Bankruptcy Court Northern District of Alabama Case No. 18-02395-TOM11	Closed
Aetna, Inc. v. Health Diagnostic Laboratory, Inc., BlueWave Healthcare Consultants, Inc., Floyd Calhoun Dent, III, Robert Bradford Johnson, and Latonya Mallory	U.S. Bankruptcy Court Eastern District of Virginia Case No. 16-03349-KRH	Dismissed
Richard Arrowsmith, Liquidating Trustee of HDL Liquidating Trust v. Floyd Calhoun Dent III, et al. ("Constructive Trust Action")	U.S. Bankruptcy Court Eastern District of Virginia Case No. 18-03022-KRH	Dismissed
Health Diagnostic Laboratory, Inc. v. Boston Heart Diagnostics Corporation	U.S. District Court Eastern District of Virginia Case No. 3:14-cv-00796-HEH	Dismissed
Boston Heart Diagnostics Corporation v. Health Diagnostic Laboratory, Inc.	U.S. District Court For the District of Massachusetts Case No. 1:13-cv-13111-IT	Administratively Closed

- 9. In addition to the above, as of December 31, 2024, there were eighty-nine (89) adversary proceedings to avoid transfers of the Debtors' property. During the Reporting Period, seventy-six (76) adversary proceedings were closed and thirteen (13) remain open. The Liquidating Trustee has also pursued a number of recovery actions pursuant to section 550 of the Bankruptcy Code (the "550 Actions"). As of the close of the Reporting Period, all 550 Actions have been resolved and closed as appropriate.
 - 10. The current status of creditor claims is as follows:

Claim Class	File	otal Claims ed/Scheduled n Thousands)	 ess: Resolved in Thousands)	 Total rrent Claims n Thousands)
503(b)(9)	\$	1,736	\$ (1,736)	\$ -
Administrative		1,206,117	(1,206,117)	-
Priority		901	(901)	-
Secured		126,519	(126,519)	-
General Unsecured		1,909,589	(1,711,359)	198,230
Subordinated		_	98,642	98,642
	\$	3,244,862	\$ (2,947,991)	\$ 296,871

11. The Post-Confirmation Report required by the United States Trustee is attached hereto as **Exhibit B** and will also be filed as a separate docket entry.

CONCLUSION

WHEREFORE, in accordance with section 6.5(c)(21) of the Plan, the Liquidating Trustee respectfully provides the Court with the *Liquidating Trustee's Quarterly Report for Period Ending June 30*, 2025.

Dated: July 15, 2025 /s/ Robert W. Westermann

Robert S. Westermann (VSB No. 43294)

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SPOTTS FAIN PC

411 East Franklin St., Suite 600

Telephone: (804) 697-2000 Facsimile: (804) 697-2100

Counsel for Richard Arrowsmith, Liquidating

Trustee of the HDL Liquidating Trust

CERTIFICATE OF SERVICE

I hereby certify that on July 15, 2025, I electronically filed the foregoing with the Clerk of Court using the CM/ECF system, which then sent a notification of such filing to all counsel of record registered with the CM/ECF system.

/s/ Robert S. Westermann Robert S. Westermann

EXHIBIT A

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Robert S. Westermann (VSB No. 43294) rwestermann@spottsfain.com Christopher A. Hurley (VSB No. 93575) churley@spottsfain.com Spotts Fain PC 411 E. Franklin St., Suite 600 Richmond, VA 23219

Telephone: (804) 697-2000 Facsimile: (804) 697-2100

Counsel for Richard Arrowsmith, Liquidating Trustee of the HDL Liquidating Trust

IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA Richmond Division

)	
In re:)	Chapter 11
)	
HEALTH DIAGNOSTIC LABORATORY,)	Case No.: 15-32919-KRH
INC., et al.,)	
)	Jointly Administered
Debtors. ¹)	
)	

LIQUIDATING TRUSTEE'S QUARTERLY REPORT FOR THE PERIOD ENDING MARCH 31, 2025

<u>Professional</u>	Date	Amount Paid
ACCOUNTING PRINCIPALS INC	3/27/25	\$ 138.94
AEROTEK INC	3/27/25	406.67
AETNA INC	3/27/25	374,565.51
AFMS LLC	3/27/25	540.90
ARAMARK REFRESHMENT SERVICES	3/27/25	430.30
ARGO PARTNERS	3/27/25	15,096.28
ASM CAPITAL V LP	3/27/25	690.58
ASM CAPITAL X LLC	3/27/25	1,223.47
BANK OF THE WEST	3/27/25	5,430.60
BEATTIE B ASHMORE PA	3/27/25	187.00
BIOTEX AXIS OF CALIFORNIA LLC	3/27/25	272.22

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification Number are Health Diagnostic Laboratory, Inc. (0119), Central Medical Laboratory, LLC (2728), and Integrated Health Leaders, LLC (2434).

BON SECOURS RICHMOND HEALTH SY	2/27/25	120.15
BRADFORD CAPITAL HOLDINGS LP	3/27/25	430.15
CAIN BROTHERS A DIV OF KEYBANC	3/27/25	23,125.08
	3/27/25	407.63
CALFEE HALTER & GRISWOLD LLP	3/27/25	119.62
CARPMAELS & RANSFORD LLP	3/27/25	180.16
CDW	3/27/25	552.18
Cedar Glade Capital, LLC	3/27/25	4,898.91
CEDAR GLADE CGIC LP	3/27/25	567,523.50
CEDAR GLADE LP	3/27/25	8,079.09
CERTIFAGIFT COMPANY	3/27/25	694.76
CLAIMS RECOVERY GROUP LLC	3/27/25	104.71
CORGENIX	3/27/25	360.99
COTCHETT PITRE AND MCCARTHY LL	3/27/25	2,648.44
COWAN OTOOLE GATES RENNIE HALL	3/27/25	238.50
DENKA COMPANY LIMITED	3/27/25	3,076.19
Diasorin Inc	3/27/25	583.21
DYNEX TECHNOLOGIES INC	3/27/25	389.37
EDWARDS BUSINESS MACHINES INC	3/27/25	378.34
ERNST & YOUNG LLP	3/27/25	280.22
FAIR HARBOR CAPITAL LLC	3/27/25	12,888.59
FARNAM STREET FINANCIAL INC.	3/27/25	204.28
FedEx TechConnect Inc	3/27/25	5,354.60
FINNEGAN HENDERSON FARABOW	3/27/25	2,828.73
FITZGERALD, KATHLEEN A	3/27/25	124.29
FLORES AND ASSOCIATES LLC	3/27/25	113.50
GENERAL ATOMICS	3/27/25	10,521.32
GEORGIA DEPARTMENT OF COMMUNIT	3/27/25	172.87
GLOBAL CROSSING TELECOMMUNICAT	3/27/25	197.47
HAIN CAPITAL INVESTORS LLC	3/27/25	30,661.60
HALFPENNY TECHNOLOGIES, INC	3/27/25	1,816.84
HANOVER MOB LLC	3/27/25	225.30
HORIZON HEALTHCARE SERVICES IN	3/27/25	28,754.52
ILLUMINA INC	3/27/25	3,783.49
INOVA DIAGNOSTIC INC	3/27/25	676.71
JOSEPH L MANSON III ESQ	3/27/25	453.92
KAMIYA BIOMEDICAL COMPANY	3/27/25	224.23
KEITER	3/27/25	358.83
KROLL ONTRACK INC	3/27/25	156.17
KRONUS INC	3/27/25	1,370.91
LABTECH DIAGNOSTICS LLC	3/27/25	504.03
LANCASTER GENERAL HOSPITAL		
MCKEAN, ANNA	3/27/25	115.54
MEDICAL ISOTOPES INC	3/27/25	3,304.31
MEDIRIS SOLUTIONS LLC	3/27/25	292.80
	3/27/25	1,133.27
MERCODIA INC	3/27/25	1,485.07

MERIDIAN LIFE SCIENCE INC	3/27/25	139.28
MESO SCALE DIAGNOSTICS LLC	3/27/25	120.83
METABOLON INC	3/27/25	
MICHAEL BANNON	3/27/25	17,404.05 208.15
MIDLOGREEN LLC		
MOBELUX LLC	3/27/25	259.38
	3/27/25	309.42
NAT ASSN OF MEDICAID FRAUD CNT	3/27/25	110.64
NEWCLIENTS INC	3/27/25	314.66
NFS LEASING INC	3/27/25	94.05
PEAK 10 INC	3/27/25	261.26
PHILLIPS & COHEN LLP	3/27/25	2,886.80
PIETRAGALLO GORDON ALFANO	3/27/25	1,702.57
PNC EQUIPMENT FINANCE LLC	3/27/25	23,652.22
PRAXAIR DISTRIBUTION INC	3/27/25	337.54
PROFOOTBALL INC	3/27/25	1,891.74
QLIKTECH INC	3/27/25	188.16
R&D SYSTEMS	3/27/25	346.34
RASKY BAERLEIN STRATEGIC COMM	3/27/25	1,524.94
SARSTEDT INC	3/27/25	97.80
SBERTOLI, DOUGLAS L	3/27/25	4,161.83
SC SOLUTIONS GROUP LLC	3/27/25	144.08
SEKISUI DIAGNOSTICS LLC	3/27/25	409.67
SIGMAALDRICH	3/27/25	196.60
SMART & BIGGAR/FETHERSTONHAUGH	3/27/25	265.69
SPAIN AND GILLON LLC	3/27/25	233.90
SPOTSWOOD SANSOME & SANSBURY L	3/27/25	273.35
STATE OF COLORADO	3/27/25	322.71
State of Florida Dep of Legal	3/27/25	257.36
State of Illinois	3/27/25	593.49
State of North Carolina	3/27/25	250.29
State of Ohio	3/27/25	509.82
STATE OF OKLAHOMA	3/27/25	451.35
STATE OF SOUTH CAROLINA	3/27/25	94.29
STERICYCLE INC	3/27/25	316.57
STERICYCLE SPECIALTY WASTE SOL	3/27/25	447.15
SUN DIAGNOSTICS LLC	3/27/25	155.83
SUNTRUST BANK	3/27/25	1,372.65
TALIAFERRO, JAMIE	3/27/25	239.21
Tension Envelope Corporation	3/27/25	145.55
The Advisory Board Company	3/27/25	137.58
THE HORTON GROUP INC	3/27/25	150.56
THOMSON REUTERS INC	3/27/25	252.64
TOYOTA TSUSHO AMERICA INC	3/27/25	1,266.04
TRINITY BIOTECH, INC	3/27/25	668.09
TSRC INC	<u> </u>	
TOING ING	3/27/25	96.59

UPTOWN COLOR	3/27/25	322.79
USA SCIENTIFIC	3/27/25	298.41
WEST END LOCK & SECURITY	3/27/25	295.98
WILLIAMS MULLEN	3/27/25	366.04
WILTSHIRE, CHERYL A	3/27/25	2,015.33
WORTH HIGGINS & ASSOCIATES INC	3/27/25	495.40
U. S. Department of Justice	4/1/25	307,558.78
Total Distribution		\$ 1,497,392

EXHIBIT B

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UNITED STATES BANKRUPTCY COURT

EASTERN D	DISTRICT OF	VIRGINIA
Ric	chmond Divis	ion
In re: HEALTH DIAGNOSTIC LABORATORY, INC., et al.	% % %	Case No. <u>15-32919</u> Lead Case No. <u>15-32919</u>
Debtor(s)	§	
Post-confirmation Report		Chapter 11
Quarter Ending Date: 06/30/2025		Petition Date: <u>06/07/2015</u>
Plan Confirmed Date: 05/12/2016		Plan Effective Date: 05/12/2016
This Post-confirmation Report relates to: Reorganized	Debtor	
Other Autho	rized Party or I	Entity: Liquidating Trustee

Name of Authorized Party or Entity

/s/ Robert S. Westermann	Robert S. Westermann
Signature of Responsible Party	Printed Name of Responsible Party
07/15/2025	Spotts Fain PC
Date	411 E. Franklin St., Suite 600
	Richmond, Virginia 23219
	Address

STATEMENT: This Periodic Report is associated with an open bankruptcy case; therefore, Paperwork Reduction Act exemption 5 C.F.R. § 1320.4(a)(2) applies.

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Case No. 15-32919

Part 1: Summary of Post-confirmation Transfers

	Current Quarter	Total Since Effective Date
a. Total cash disbursements	\$2,678,392	\$0
b. Non-cash securities transferred	\$0	\$0
c. Other non-cash property transferred	\$0	\$0
d. Total transferred (a+b+c)	\$2,678,392	\$0

	nfirmation Professiona		Approved Current Quarter	Approved Cumulative	Paid Current Quarter	Paid Cumulative
Profess incurre	sional fees & expenses (ban ed by or on behalf of the deb	kruptcy) otor Aggregate Total	\$0			
Itemize	nized Breakdown by Firm					
	Firm Name	Role				
i	N/A		\$0			
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					Approved	Approved	Paid Current	Paid
					Current Quarter	Cumulative	Quarter	Cumulative
b.		Professional fees & expenses (nonbankruptcy) incurred by or on behalf of the debtor Aggregate Total		Aggregate Total				
	Itemize	ed Breakdown by Firm						
		Firm Name	Role					
	i	N/A						_
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Document Debtor's Name HEALTH DIAGNOSTIC LABORATORY, INC., et al.

Case No. 15-32919

Yes

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c.	All pro	ofessional fees and expenses (det	otor & committees)		

Part 3: Recoveries of the Holders of Claims and Interests under Confirmed Plan									
	Total Anticipated Payments Under Plan	Paid Current Quarter	Paid Cumulative	Allowed Claims	% Paid of Allowed Claims				
a. Administrative claims	\$1,747,630	\$0	\$1,747,630	\$1,747,630	100%				
b. Secured claims	\$14,681,508	\$0	\$14,681,508	\$14,681,508	100%				
Defection 1. form	\$53.804	02	\$53.804	\$53.804	100%				

c. Priority claims	\$53,804	\$0	\$53,804	\$53,804	100%
d. General unsecured claims	\$0	\$1,497,392	\$84,076,952	\$198,229,696	42%
e. Equity interests	\$0	\$0	\$0		
Part 4: Questionnaire					
a. Is this a final report?				Yes No No	

If no, give date when the application for Final Decree is anticipated: 11/25/2024

If yes, give date Final Decree was entered:

b. Are you current with quarterly U.S. Trustee fees as set forth under 28 U.S.C. § 1930?

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Debtor's Name HEALTH DIAGNOSTIC LABORATORY, INC., et al.

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Privacy Act Statement

28 U.S.C. § 589b authorizes the collection of this information and provision of this information is mandatory. The United States Trustee will use this information to calculate statutory fee assessments under 28 U.S.C. § 1930(a)(6) and to otherwise evaluate whether a reorganized chapter 11 debtor is performing as anticipated under a confirmed plan. Disclosure of this information may be to a bankruptcy trustee when the information is needed to perform the trustee's duties, or to the appropriate federal, state, local, regulatory, tribal, or foreign law enforcement agency when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's systems of records notice, UST-001, "Bankruptcy Case Files and Associated Records." *See* 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link: http://www.justice.gov/ust/eo/rules_regulations/index.htm. Failure to provide this information could result in the dismissal or conversion of your bankruptcy case, or other action by the United States Trustee. 11 U.S.C. § 1112(b)(4)(F).

I declare under penalty of perjury that the foregoing Post-confirmation Report and its attachments, if any, are true and correct and that I have been authorized to sign this report.

/s/ Robert S. Westermann	Robert S. Westermann
Signature of Responsible Party	Printed Name of Responsible Party
Counsel for Liquidating Trustee	07/15/2025
Title	Date.





